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January 29, 2007

BY COURIER

Marlene H. Dortch, Esq.
Secretary
Federal Communications Commission
Wireless Bureau Applications
P.O. Box 358130
Pittsburgh, PA 15251-5130

Re: In the Matter of AT&T Inc. and BellSouth Corporation Transfer of
Control Applications, WC Docket No. 06-74

Dear Ms. Dortch:

On December 29, 2006, the transfer of control of BellSouth Corporation ("BellSouth"), Cingular Wireless LLC ("Cingular"), and their subsidiaries to AT&T Inc. ("AT&T"; FRN 0005193701) was consummated following approval by the Commission.¹ Sections 1.948(d) and 1.913(b) of the Commission's rules² collectively require **the** transferee to a transfer of control to **file** a notice of consummation electronically in **the** Universal Licensing System ("ULS") within **30** days of the consummation of such a transfer. Therefore, AT&T is supposed to provide such notice today³ **for** the following applications (the "Applications"):

¹ See Press Release, FCC, FCC Approves **Merger** of AT&T Inc. and BellSouth Corp. (Dec. 29, 2006) (announcing approval of the transaction effective December 29, 2006, the date of the order's adoption), available at <http://i-caunfoss.fcc.gov/edocspublic/attachmatch/DOC-269275A1.pdf>.

² 47 C.F.R. §§ 1.948(d), 1.913(b).

³ As the thirtieth day following December 29 (January 28) fell on a Sunday, this notification is not due until today – the next business day. See *id.* § 1.4(e)(1), (j).

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Wireless Radio Services Applications

Applications for Consent to the Transfer of Control of BellSouth's wireless radio services licenses to AT&T.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002545739	BellSouth Advertising & Publishing Corporation	WPSH611
0002546993	BellSouth Mobile Data, Inc.	KNLB202
0002546732	BellSouth Telecommunications, Inc.	KA2187
0002547740	BellSouth Telecommunications, Inc.	WPMP702
0002548734	BellSouth Telecommunications, Inc.	WNZL596
0002548969	BellSouth Telecommunications, Inc.	WPFH766
0002545782	BellSouth Wireless Cable, Inc	B024
0002545755	South Florida Television, Inc.	WHJ893
0002545777	Stevens Graphics, Inc.	WPTF978

Applications for Consent to the Transfer of Control of Cingular's wireless radio services licenses to AT&T.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002550321	Acadiana Cellular General Partnership	KNKN499
0002828728	Appaloosa Newco, LLC	KNKN762
0002560497	Arkansas 11 RSA Newco, LLC	KNKQ353
0002550346	Bellingham Cellular Partnership	KNKA572
0002550347	Bloomington Cellular Telephone Company	KNKA654
0002550364	Blue Licenses Holding, LLC	KNKA247
0002550348	Blue Texas Licenses Holding, L.P.	KNKA372
0002550345	Bradenton Cellular Partnership	KNKA647
0002550351	Bremerton Cellular Telephone Company	KNKA679
0002550350	Cagal Cellular Communications Corporation	KNKA697
0002550369	CCPR of the Virgin Islands, Inc.	KNKN523
0002550352	CCPR Paging, Inc.	WQBN422
0002551244	CCPR Services, Inc.	KNKA451
0002550357	Champaign CellTelco	KNKA478
0002550358	Chattanooga MSA Limited Partnership	KNKA289
0002550372	Cincinnati SMSA Limited Partnership	KNKA222
0002832969	Cingular AWS, LLC	WQGA742
0002556120	Cingular Wireless of Galveston, LP	KNKA676
0002550361	Cingular Wireless of Texas RSA #11 Limited Partnership	KNKN538
0002550359	Cingular Wireless of Texas RSA #16 Limited Partnership	KNKN608

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002550363	Decatur RSA Limited Partnership	KNKN903
0002550379	Florida RSA No. 2B (Indian River) Limited Partnership	KNKN990
0002550356	Georgia RSA No. 3 Limited Partnership	KNKN765
0002550362	Hood River Cellular Telephone Company, Inc.	KNKN461
0002550368	Houma-Thibodaux Cellular Partnership	KNKA686
0002550371	Houston Cellular Telephone Company, L.P.	KNKA229
0002550385	Jacksonville MSA Limited Partnership	KNKA287
0002550360	Lafayette MSA Limited Partnership	KNKA492
0002550366	Louisiana RSA No. 7 Cellular General Partnership	KNKN614
0002550375	Louisiana RSA No. 8 Limited Partnership	KNKQ454
0002550376	Lubbock SMSA Limited Partnership	KNKA421
0002550389	Madison SMSA Limited Partnership	KNKA414
0002550365	McAllen-Edinburg-Mission SMSA Limited Partnership	KNKA430
0002550380	Medford Cellular Telephone Company, Inc.	KNKA722
0002550384	Melbourne Cellular Telephone Company	KNKA617
0002550382	Milwaukee SMSA Limited Partnership	KNKA214
0002550392	Missouri RSA 11/12 Limited Partnership	KNKN726
0002550373	Missouri RSA 8 Limited Partnership	KNKN575
0002550386	Missouri RSA 9B1 Limited Partnership	KNKN907
0002550394	New Cingular Wireless PCS, LLC	KNKA218
0002550427	New Cingular Wireless Services of Nevada, LLC	KNKA657
0002550378	Northeastern Georgia RSA Limited Partnership	KNKN875
0002550388	Ocala Cellular Telephone Company, Inc.	KNKA753
0002550399	Oklahoma City SMSA Limited Partnership	KNKA296
0002550428	Oklahoma RSA 3 Limited Partnership	KNKN821
0002550400	Oklahoma RSA 9 Limited Partnership	KNKN981
0002550387	Olympia Cellular Telephone Company, Inc.	KNKA589
0002550391	Orange Licenses Holding, LLC	KNKA208
0002550410	Orange Texas Licenses Holding, L.P.	KNKA279
0002550429	Orlando SMSA Limited Partnership	KNKA253
0002550405	Pine Bluff Cellular, Inc.	KNKA746
0002550390	Provo Cellular Telephone Company	KNKA704
0002550396	Reno Cellular Telephone Company	KNKA516
0002550412	Salem Cellular Telephone Company	KNKA754
0002550753	Salmon PCS Licensee LLC	WPTI719
0002550402	San Juan Cellular Telephone Company	KNKA785
0002550411	Santa Barbara Cellular Systems, Ltd.	KNKA493
0002550397	Sarasota Cellular Telephone Company	KNKA494
0002550398	St. Cloud Cellular Telephone Company, Inc.	KNKA808
0002550415	TeleCorp Communications, LLC	WPOU286
0002550408	Texas RSA 18 Limited Partnership	KNKN696

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002550414	Texas RSA 19 Limited Partnership	KNKN576
0002550401	Texas RSA 20B1 Limited Partnership	KNKN945
0002550403	Texas RSA 6 Limited Partnership	KNKN369
0002550416	Texas RSA 7B1 Limited Partnership	KNKN730
0002550413	Texas RSA 9B1 Limited Partnership	KNKN905
0002550417	Topeka SMSA Limited Partnership	KNKA442
0002550407	Triton License Newco, LLC	WPOI204
0002550406	Visalia Cellular Telephone Company	KNKA781

Wireless Radio Services Applications -- Non-controlling Interests

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002552323	ABC Wireless, L.L.C.	WPOK608
0002552332	Arnage Wireless, L.L.C.	KNLG714
0002553087	Cordova Wireless	WPOL372
0002552557	Cascade Wireless, LLC	KNLG842
0002552311	Edge Mobile, LLC	WQDU923
0002552326	Indiana Acquisition, L.L.C.	WPQY739
0002552336	Lone Star Wireless, L.L.C.	WPOJ700
0002552120	Muskegon Cellular Partnership	KNKA552
0002552333	Panther Wireless, L.L.C.	KNLG251
0002552329	Royal Wireless, L.L.C.	KNLF456
0002552556	Sabre Wireless, L.L.C.	KNLG243
0002552312	Southwest Wireless, L.L.C.	KNLF761
0002552124	St. Joseph CellTelco	KNKA772
0002552316	THC of Houston, Inc.	KNLH625
0002552315	THC of Melbourne, Inc.	KNLH627
0002552314	THC of Orlando, Inc.	KNLH630
0002552321	THC of San Diego, Inc.	KNLG655
0002552313	THC of Tampa, Inc.	KNLH631
0002552328	Wireless Acquisition, L.L.C.	KNLF587
0002552330	Zuma/Lubbock, Inc.	WPOJ840
0002552331	Zuma/Odessa, Inc.	WPOJ842

Wireless Radio Services Applications -- De Facto Transfer Spectrum Leases

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002555817	Cook Inlet/VS GSM IV PCS, LLC	KNLF510
0002555823	Omnipoint NY MTA License, LLC	WPSL621
0002555835	T-Mobile License LLC	KNLG657

Wireless Radio Services Applications – Spectrum Manager Leases

<u>File No.</u>	<u>Licensee</u>	<u>Lease ID No(s).</u>
0002779369	T-Mobile License LLC	L000001281 L000001283
0002779375	T-Mobile License LLC	L000001284 L000001285
0002779382	Blue Texas Licenses Holding, L.P.	L000001282

However, AT&T is unable to file electronic notifications in ULS today because the status **of** the Applications has not been updated to “Consented” in the ULS database, and that update must occur before ULS will enable the transferee to prepare and file a notification of consummation. AT&T intends to file such notifications as soon as reasonably practicable.

In light of this situation, AT&T hereby requests a waiver of Section 1.948(d)’s 30-day deadline until such time as the Applications have a “Consented” status in ULS and for a reasonable period thereafter to permit AT&T to prepare and file notifications of consummation in ULS. Section 1.925(b)(3) permits the Commission to waive a rule if “(ii) [i]n view of unique or unusual factual circumstances of the instant case, application **of** the rule(s) would be inequitable, unduly burdensome or contrary to the public interest, or the applicant has no reasonable **alternative**.”⁴ Because ULS will not allow AT&T to file notifications of consummation within the prescribed period, it is clear that the unique and unusual factual circumstances of this case provide AT&T with no reasonable alternative but to request a waiver of the deadline. Moreover, the public interest will not be harmed by grant of this waiver request. The closing of the AT&T/BellSouth merger has been widely reported, so these notifications of consummation **are** not necessary to inform the public. (Any incremental benefit provided by filing notifications of consummation is realized through listing the Applications in this letter.) In addition, the Commission’s Staff has advised AT&T that no alternative procedure will impose less of an implementation burden on the Staff. Accordingly, grant **of** this waiver request will serve the public interest.

AT&T further requests a waiver of Section 1.925(b)(1)’s requirement that this waiver request be filed on the Form 603 on which AT&T is supposed to file the notifications **of** consummation. Because ULS will not permit AT&T to file the requisite Forms 603, AT&T has no reasonable alternative that would enable it comply with this requirement. Therefore, grant of this waiver request also will serve the public interest.

⁴ *Id.* § 1.925(b)(3).

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For the foregoing reasons, the waiver request should be granted. Please do not hesitate to contact me if you have any questions,

Sincerely,

cc: Nicholas Alexander, Esq. (via email - nicholas.alexander@fcc.gov)
Erin McGrath, Esq. (via email - erin.mcgrath@fcc.gov)